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5                   UNITED STATES DISTRICT COURT  
6                   WESTERN DISTRICT OF WASHINGTON  
7                   AT SEATTLE

8                   STALWART CAPITAL, LLC,

9                   Plaintiff,

10                  v.

11                  ICAP PACIFIC NORTHWEST  
12                  OPPORTUNITY AND INCOME  
13                  FUND, LLC, et al.,

14                  Defendants.

15                  C14-1128 TSZ

16                  MINUTE ORDER

17                  The following Minute Order is made by direction of the Court, the Honorable  
18                  Thomas S. Zilly, United States District Judge:

19                  (1) Defendant iCapEquity Real Estate Fund I, LLC recently filed an Amended  
20                  Corporate Disclosure Statement, docket no. 151, representing that, as of July 24, 2014, its  
21                  members included three (3) trusts and two (2) limited liability companies, one of which  
22                  (Ariana Holdings, LLC) has four (4) trusts as members. The Amended Corporate  
23                  Disclosure Statement does not, however, explain whether the trusts at issue are traditional  
trusts or business trusts, for example, real estate investment trusts. See GBForefront, L.P.  
v. Forefront Mgmt. Group, LLC, 888 F.3d 29, 37-41 (3d Cir. 2018) (distinguishing  
between a traditional trust, the citizenship of which is based on the citizenship of each  
trustee, and a business trust, the citizenship of which is analyzed by considering the  
citizenship of each constituent owner, member, or beneficiary (citing Americold Realty  
Trust v. Conagra Foods, Inc., 136 S. Ct. 1012 (2016))). Within fourteen (14) days of the  
date of this Minute Order, defendant iCapEquity Real Estate Fund I, LLC shall file a  
revised corporate disclosure statement, signed under penalty of perjury by a party  
representative with personal knowledge, setting forth either (i) the owners, members,  
and/or beneficiaries of the various trusts at issue and their respective citizenship, or  
(ii) sufficient facts from which the status of such trusts as traditional trusts can be  
ascertained.

(2) Defendants' motion for entry of supplemental findings of fact and conclusions of law, docket no. 144, is RENOTED to June 29, 2018.

(3) If the Court, after reviewing defendant iCapEquity Real Estate Fund I, LLC's revised corporate disclosure statement, is persuaded that complete diversity existed at the time this action was commenced, the Court would be inclined to treat the pending motion, docket no. 144, as seeking leave to amend the pleadings to cure the inadequate allegations of diversity jurisdiction. See 28 U.S.C. § 1653; see also *Newman-Green, Inc. v. Alfonzo-Larrain*, 490 U.S. 826, 830-31 (1989) (recognizing that § 1653 permits amendments to the pleadings when diversity jurisdiction "in fact existed at the time the suit was brought or removed, though defectively alleged"). On the other hand, if the parties' various filings do not support a finding of diversity jurisdiction, the Court will likely dismiss this matter without prejudice. Before the Court enters any final order, however, the parties will be provided an opportunity to submit additional briefing.

(4) The Clerk is directed to send a copy of this Minute Order to all counsel of record.

Dated this 14th day of June, 2018.

William M. McCool  
Clerk

s/Karen Dews  
Deputy Clerk